

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W.R. Grace & Co., et al.,¹) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors) **Objection Deadline: February 18, 2014**

**SUMMARY APPLICATION OF KAYESCHOLER LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
AS SPECIAL COUNSEL FOR INTELLECTUAL PROPERTY FOR W.R. GRACE &
CO., ET AL.,
THROUGH THE MONTHLY PERIOD OF December 31, 2013**

Name of Applicant: Kaye Scholer LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and Debtors-in-Possession

Date of Retention as Special Counsel for Intellectual Property Retention Order entered April 7, 2010

Period for which compensation and reimbursement is sought December 1, 2013- December 31, 2013

Amount of Compensation sought as actual, reasonable and necessary: \$3,909.42

Amount of Expense Reimbursement sought \$0.30

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food' N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, I.L.C (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville, Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc., (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation Gracoal, Inc., Gracoal II, Inc., Guantica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc., (f/k/a GIIISC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc., (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Kaye Scholer LLP submits this application for fees and expenses for the month of December 2013. This is the twelfth application for compensation for services that has been filed with the Bankruptcy Court by Kaye Scholer LLP for the 2013 calendar year. Previously, Kaye Scholer was appointed Ordinary Course Professional. On April 7, 2010, based on a motion made by Debtor on February 11, 2010, the Bankruptcy Court entered an order authorizing Kaye Scholer LLP to provide further services to Debtor as Special Counsel for Intellectual Property.

The monthly applications previously filed by Kaye Scholer LLP are shown in the following table:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
12/01/2012-01/31/2013	February 14, 2013	\$7,149.66	\$0.00
02/01/2013-02/28/2013	April 1, 2013	\$1,907.75	\$0.00
03/01/2013-03/31/2013	April 24, 2013	\$1,661.21	\$0.00
04/01/2013-04/30/2013	May 16, 2013	\$2,048.63	\$0.20
05/01/2013-05/31/2013	June 24, 2013	\$2,841.08	\$0.00
06/01/2013-06/30/2013	August 2, 2013	\$3,475.04	\$0.00
07/01/2013-07/31/2013	August 30, 2013	\$1,267.92	\$0.30
08/01/2013-08/31/2013	September 13, 2013	7,525.34	\$0.00
09/01/2013-09/30/2013	November 20, 2013	\$17,557.17	\$0.30
10/01/2013-10/31/2013	November 21, 2013	\$4,255.75	\$0.00
11/01/2013-11/30/2013	December 23, 2013	\$2,160.16	\$0.00

During this fee period, Kaye Scholer LLP provided intellectual property services in connection with various matters, which are detailed in the attached fee schedules for the matters, and a procedural matter relating to preparation of petitions for submission to this court.

The Kaye Scholer professional who rendered the legal services during the fee period is:

Name of	Position	Year	Department	Hourly	Total	Total Fees
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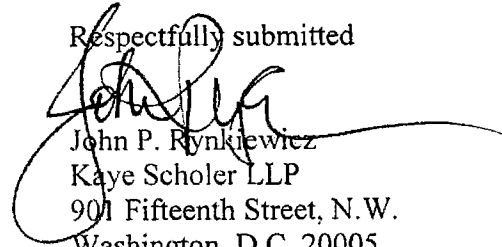
Professional	with the Applicant	Admitted to Bar		Billing Rate	Billed Hours	Generated
John P. Rynkiewicz	Counsel	1981	Intellectual Property	\$587.00	6.66	\$3,909.42

Total Fees: \$3,909.42

WHEREFORE, Applicant respectfully requests (a) that an allowance be made to it, as fully described above, for (i) 80% of the amount of \$3,909.72 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee period (December 1, 2013-December 31, 2013), and (b) that the fees are payable as administrative expenses of the Debtors' estates.

Dated: January 29, 2014

Respectfully submitted



John P. Rynkiewicz
Kaye Scholer LLP
901 Fifteenth Street, N.W.
Washington, D.C. 20005
(202) 682-3671
jrynkiewicz@kayescholer.com

KAYE | SCHOLER LLP

The McPherson Building
 901 Fifteenth Street, N.W.
 Washington, D.C. 20005-2327
 202.682.3500
 www.kayescholer.com
 Fed. Identification No. 13-1672623

TO: W.R. Grace & Co-Conn.
 7500 Grace Drive
 Columbia, Maryland 21004
 Attn: Robert A. Maggio, Chief Patent Counsel

January 24, 2014

RE: General
 Our File Number: 63812/0001
 Client Reference: 100062

Invoice#: 760908

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/2013

	<u>Hours</u>
12/13/2013 Rynkiewicz, John P	1.83
GRACE mark review, check PTO records for new filings, third party uses of concern; research.	
Total Hours.....	1.83
Fees through 12/31/2013.....	\$1,074.21

-----TIME AND FEE SUMMARY-----

	Rate	Hours	Fees
Rynkiewicz, John P	\$587.00	1.83	\$1,074.21
Fees through 12/31/2013.....		1.83	\$1,074.21

-----COSTS ADVANCED THROUGH 12/31/2013-----

Duplicating	\$0.30
Total Costs through 12/31/2013.....	\$0.30

-----OUTSTANDING BALANCE-----

Invoice#	Date	Amount
628636	03/31/2010	\$440.43
628637	03/31/2010	1,690.79
637193	06/30/2010	3,978.07
639770	07/28/2010	813.08
641101	08/10/2010	3,477.98
643967	09/09/2010	1,171.42

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co-Conn.

January 24, 2014

RE: General

Invoice#: 760908

Our File Number: 63812/0001

Client Reference: 100062

PAGE: 2

Invoice#	Date	Amount
647685	10/18/2010	472.96
650334	11/04/2010	350.44
654086	12/10/2010	303.06
657770	01/19/2011	349.39
660963	02/28/2011	368.75
664046	03/31/2011	1,369.87
666733	04/30/2011	1,256.53
669550	05/31/2011	595.35
672317	06/27/2011	519.43
674217	07/15/2011	1,926.66
678864	08/31/2011	775.92
681371	09/29/2011	859.57
682892	10/13/2011	407.11
685356	11/07/2011	462.73
688457	12/12/2011	1,342.66
692924	02/02/2012	1,587.66
693780	02/08/2012	1,242.09
697370	03/19/2012	528.30
699311	04/11/2012	478.99
705645	06/18/2012	302.89
710014	07/31/2012	117.50
710887	08/09/2012	225.41
713798	09/14/2012	253.58
716233	10/08/2012	282.93
720485	11/13/2012	176.10
722803	12/10/2012	372.16
728711	02/13/2013	685.61

IF PAYMENT HAS ALREADY BEEN MADE, PLEASE DISREGARD OUTSTANDING AMOUNT(S).

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co-Conn.

January 24, 2014

RE: General

Invoice#: 760908

Our File Number: 63812/0001

Client Reference: 100062

PAGE: 3

Invoice#	Date	Amount
731956	03/25/2013	284.11
734500	04/16/2013	234.80
737555	05/13/2013	273.58
739834	06/14/2013	333.42
743721	07/31/2013	498.95
747545	09/11/2013	282.93
754409	11/15/2013	2,442.22
754410	11/15/2013	833.54
757588	12/20/2013	1,127.04
Prior Balance Due.....		<u>\$35,496.01</u>
Fees this Invoice.....		\$1,074.21
Costs this Invoice.....		<u>\$0.30</u>
Total Due this Invoice.....		\$1,074.51
Prior Balance Due (from above).....		35,496.01
TOTAL DUE.....		<u>\$36,570.52</u>

Please remit payment within thirty (30) days.

 IF PAYMENT HAS ALREADY BEEN MADE, PLEASE DISREGARD OUTSTANDING AMOUNT(S).



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Washington, D.C. 20005-2327
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www.kayescholer.com
Fed. Identification No. 13-1672623

NEW PAYMENT ADDRESS
Effective immediately, please use this P.O. Box address

If paying by mail: Kaye Scholer LLP
Mail Code 81
P. O. Box 11839
Newark, New Jersey 07101-8138

WIRE TRANSFER INSTRUCTIONS

Bank: Citibank, N.A.
153 East 53rd Street
New York, New York 10022
Attention: Marsha Burnett
Telephone: 212.559.3787

ABA Routing Number: 021000089
Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/0001
Invoice Number: 760908
Total Amount Due: \$36,570.52

Where applicable, please include our file number(s) or invoice number(s).

Thank you for your payment.

KAYE | SCHOLER LLP

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TO: W.R. Grace & Co.-Conn
 Legal Department
 7500 Grace Drive
 Columbia, Maryland 21044
 Attn: Robert A. Maggio, Esq.

January 24, 2014

RE: Special Counsel
 Our File Number: 63812/0108
 Client Reference: 100071

Invoice#: 760911

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/2013

	<u>Hours</u>
12/09/2013 Rynkiewicz, John P Fee application, review prior bills and draft, revise document for 20% fee hold back recovery.	1.25
12/23/2013 Rynkiewicz, John P Review and prepare Special Counsel fee application for submission to court.	1.83
Total Hours.....	3.08
Fees through 12/31/2013.....	\$1,807.96

-----TIME AND FEE SUMMARY-----

	Rate	Hours	Fees
Rynkiewicz, John P	\$587.00	3.08	\$1,807.96
Fees through 12/31/2013.....		3.08	\$1,807.96

-----OUTSTANDING BALANCE-----

Invoice#	Date	Amount
628642	03/31/2010	\$484.20
637196	06/30/2010	1,008.17
643961	09/09/2010	321.37
647689	10/18/2010	217.65
650341	11/04/2010	180.31
654089	12/10/2010	528.44
660967	02/28/2011	94.12

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co.-Conn

January 24, 2014

RE: Special Counsel

Invoice#: 760911

Our File Number: 63812/0108

Client Reference: 100071

PAGE: 2

Invoice#	Date	Amount
664052	03/31/2011	75.98
666741	04/30/2011	189.38
669561	05/31/2011	122.47
672310	06/27/2011	131.54
674222	07/15/2011	56.70
678870	08/31/2011	65.77
681374	09/29/2011	104.33
682895	10/13/2011	47.63
685365	11/07/2011	65.77
688460	12/12/2011	95.26
692932	02/02/2012	161.03
693784	02/08/2012	38.74
697372	03/19/2012	245.37
699312	04/11/2012	58.70
704036	05/31/2012	78.66
705642	06/18/2012	88.05
710015	07/31/2012	126.69
710886	08/09/2012	106.83
713793	09/14/2012	137.36
716235	10/08/2012	205.45
720486	11/13/2012	88.05
722819	12/10/2012	117.40
728712	02/13/2013	695.00
731957	03/25/2013	97.44
734501	04/16/2013	97.44
737557	05/13/2013	136.14
739839	06/14/2013	234.80

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KAYE | **SCHOLER** LLP

TO: W.R. Grace & Co.-Conn

January 24, 2014

RE: Special Counsel

Invoice#: 760911

Our File Number: 63812/0108

Client Reference: 100071

PAGE: 3

Invoice#	Date	Amount
743725	07/31/2013	196.06
746119	08/27/2013	253.88
747548	09/11/2013	333.41
754411	11/15/2013	974.42
754412	11/15/2013	1,220.96
757587	12/20/2013	639.83
Prior Balance Due.....		<u>\$10,120.80</u>
Fees this Invoice.....		<u>\$1,807.96</u>
Total Due this Invoice.....		<u>\$1,807.96</u>
Prior Balance Due (from above).....		<u>10,120.80</u>
TOTAL DUE.....		<u>\$11,928.76</u>

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Telephone: 212.559.3787

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Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/0108
Invoice Number: 760911
Total Amount Due: \$11,928.76

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TO: W.R. Grace & Co-Conn.
7500 Grace Drive
Columbia, Maryland 21004
Attn: Robert A. Maggio, Chief Patent Counsel

January 24, 2014

RE: Davison FCC
Our File Number: 63812/3002
Client Reference: 100075

Invoice#: 760914

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/2013

	<u>Hours</u>
12/05/2013 Rynkiewicz, John P	1.75
Review prior communications, requests for searches for FCC proposed marks; check status re same following preliminary searches; review Grace filed FCC marks.	

Total Hours..... 1.75

Fees through 12/31/2013..... \$1,027.25

-----TIME AND FEE SUMMARY-----

	Rate	Hours	Fees
Rynkiewicz, John P	\$587.00	1.75	\$1,027.25
Fees through 12/31/2013.....		1.75	\$1,027.25

-----OUTSTANDING BALANCE-----

Invoice#	Date	Amount
643956	09/09/2010	\$56.25
654094	12/10/2010	82.27
657781	01/19/2011	387.83
660964	02/28/2011	28.35
672311	06/27/2011	141.75
674227	07/15/2011	17.61
678877	08/31/2011	28.09
682918	10/13/2011	1,323.38
685378	11/07/2011	253.86

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co-Conn.

January 24, 2014

RE: Davison FCC

Invoice#: 760914

Our File Number: 63812/3002

Client Reference: 100075

PAGE: 2

Invoice#	Date	Amount
688471	12/12/2011	54.28
692943	01/31/2012	144.54
693787	02/08/2012	322.85
697377	03/19/2012	29.35
699314	04/11/2012	106.83
704039	05/31/2012	58.70
716236	10/08/2012	38.74
722784	12/10/2012	117.40
728714	02/13/2013	49.33
747550	09/11/2013	517.73
754414	11/15/2013	6,363.08
754415	11/15/2013	2,201.25
757119	12/13/2013	393.29
Prior Balance Due.....		<u>\$12,716.76</u>
Fees this Invoice.....		<u>\$1,027.25</u>
Total Due this Invoice.....		<u>\$1,027.25</u>
Prior Balance Due (from above).....		<u>12,716.76</u>
TOTAL DUE.....		<u>\$13,744.01</u>

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Our File Number: 63812/3002
Invoice Number: 760914
Total Amount Due: \$13,744.01

Where applicable, please include our file number(s) or invoice number(s).

Thank you for your payment.